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OF COUNSEL
URBAN A LESTER

January 2, 2008

RECORDATION NO.

23665-F
FILED

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
395 "E" Street, S.W.
Washington, D.C. 20423-0001

JAN 02 '08

-3 00 PM

SURFACE TRANSPORTATION BOARD

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Termination of Lease, dated as of January 2, 2008, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates only to the Memorandum of Locomotive Lease previously filed with the Board under Recordation Number 23665.

The name and address of the party to the enclosed document are:

Lessor: The CIT Group/Equipment Financing, Inc.
30 South Wacker Drive
Suite 3000
Chicago, Illinois 60606

[Lessee: RailTex Inc
4040 Broadway Suite 200
San Antonio Texas 78209]

Mr. Vernon A. Williams
January 2, 2008
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A description of the railroad equipment covered by the enclosed document is:

6 locomotives: CSOR 8511, CSOR 8530, CSOR 8552, CSOR 8554, CSOR 8565 and CSOR 8579.

A short summary of the document to appear in the index is:

Termination of Lease.

Also enclosed is a check in the amount of \$35.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'R. Alvord', with a long horizontal flourish extending to the right.

Robert W. Alvord

EML/bhs
Enclosures

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TERMINATION OF LEASE

SURFACE TRANSPORTATION BOARD

The CIT Group/Equipment Financing, Inc. ("CIT"), is the lessor under that certain Master Net Locomotive Lease dated as of August 10, 2001 (the "Master Lease") between CIT, as lessor, and RailTex, Inc., as lessee (the "Lessee"), and Schedule No. 01 thereto dated as of August 27, 2001 (the "Schedule"; the Schedule and the Master Lease, to the extent incorporated in or relating to the Schedule, are hereinafter collectively referred to as the "Lease"), with respect to the lease by CIT to the Lessee of six (6) locomotives identified on Exhibit A hereto.

A Memorandum of Locomotive Lease dated as of August 27, 2001 between CIT and Lessee, relating to the Lease, was duly filed and recorded with the Surface Transportation Board on September 21, 2001 under Recordation Number 23665.

This Termination of Lease acknowledges for the public record that the Lease has terminated and that CIT has no further interest in the Lease.

This Termination of Lease shall not impair or terminate any of the rights and obligations of the parties under the Lease that expressly survive its termination.

Dated this 2nd day of January, 2008.

I certify that I hold the title set forth below, that this instrument was signed on behalf of CIT by all necessary corporate authority and that I acknowledge that the execution of the foregoing instrument was the free act and deed of CIT. I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: _____

Name: _____

Title: _____

[Signature]
Name: *Dan D. Stefano*
Title: *SUP: SM*

EXHIBIT A

Six (6) B39-8, 4 axles, 3,900 HP locomotives, marked and numbered as follows:

<u>Mark</u>	<u>Number</u>
CSOR	8511
CSOR	8530
CSOR	8552
CSOR	8554
CSOR	8565
CSOR	8579

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 1/2/08



Robert W. Alvord